

United States Bankruptcy Court Southern District of New York		VOLUNTARY PETITION											
Name of Debtor (if individual, enter Last, First, Middle): <b>Fremak Industries, Inc.</b>		Name of Joint Debtor (Spouse)(Last, First, Middle):											
All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names):		All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names):											
Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN)/Complete EIN (if more than one, state all): <b>13-3635232</b>		Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN)/Complete EIN (if more than one state all):											
Street Address of Debtor (No. and Street, City and State): <b>150 East 58th Street Suite 2001 New York, NY 10155</b>		Street Address of Joint Debtor (No. and Street, City and State):											
County of Residence or of the Principal Place of Business: <b>New York County</b>		County of Residence or of the Principal Place of Business:											
Mailing Address of Debtor (if different from street address):		Mailing Address of Joint Debtor (if different from street address):											
Location of Principal Assets of Business Debtor (if different from street address above):													
<b>Type of Debtor</b> Form of Organization (Check <b>one</b> box.)		<b>Nature of Business</b> (Check <b>one</b> box.)											
<input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D of this form.</i> <input checked="" type="checkbox"/> Corporation (includes LLC and LLP) <input type="checkbox"/> Partnership <input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below)		<input type="checkbox"/> Health Care Business <input type="checkbox"/> Single Asset Real Estate as defined 11 USC § 101 (51B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input checked="" type="checkbox"/> Other											
<b>Chapter 15 Debtors</b> Country of debtor's main interest:  Each country in which a foreign proceeding by, regarding, or against debtor is pending:		<b>Tax-Exempt Entity</b> (Check box, if applicable)  <input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code).											
<b>Filing Fee</b> (Check one box.)		<b>Chapter 11 Debtors</b> <b>Check one box:</b> <input type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. §101(51D). <input checked="" type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. §101(51D).  <b>Check if:</b> <input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliate) are less than \$2,490,925 (amount subject to adjustment on 4/01/16 and every three years thereafter).											
<b>Statistical/Administrative Information</b> <input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.													
<b>THIS SPACE FOR COURT USE ONLY</b>													
<b>Estimated Number of Creditors</b> <table> <tr> <td><input checked="" type="checkbox"/> 1-49</td> <td><input type="checkbox"/> 50-99</td> <td><input type="checkbox"/> 100-199</td> <td><input type="checkbox"/> 200-999</td> <td><input type="checkbox"/> 1,000-5,000</td> <td><input type="checkbox"/> 5,001-10,000</td> <td><input type="checkbox"/> 10,001-25,000</td> <td><input type="checkbox"/> 25,001-50,000</td> <td><input type="checkbox"/> 50,001-100,000</td> <td><input type="checkbox"/> Over 100,000</td> </tr> </table>				<input checked="" type="checkbox"/> 1-49	<input type="checkbox"/> 50-99	<input type="checkbox"/> 100-199	<input type="checkbox"/> 200-999	<input type="checkbox"/> 1,000-5,000	<input type="checkbox"/> 5,001-10,000	<input type="checkbox"/> 10,001-25,000	<input type="checkbox"/> 25,001-50,000	<input type="checkbox"/> 50,001-100,000	<input type="checkbox"/> Over 100,000
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<b>Estimated Assets</b> <table> <tr> <td><input type="checkbox"/> \$0 to \$50,000</td> <td><input type="checkbox"/> \$50,001 to \$100,000</td> <td><input type="checkbox"/> \$100,001 to \$500,000</td> <td><input type="checkbox"/> \$500,001 to \$1 million</td> <td><input checked="" type="checkbox"/> \$1,000,001 to \$10 million</td> <td><input type="checkbox"/> \$10,000,001 to \$50 million</td> <td><input type="checkbox"/> \$50,000,001 to \$100 million</td> <td><input type="checkbox"/> \$100,000,001 to \$500 million</td> <td><input type="checkbox"/> \$500,000,001 to \$1 billion</td> <td><input type="checkbox"/> More than \$1 billion</td> </tr> </table>				<input type="checkbox"/> \$0 to \$50,000	<input type="checkbox"/> \$50,001 to \$100,000	<input type="checkbox"/> \$100,001 to \$500,000	<input type="checkbox"/> \$500,001 to \$1 million	<input checked="" type="checkbox"/> \$1,000,001 to \$10 million	<input type="checkbox"/> \$10,000,001 to \$50 million	<input type="checkbox"/> \$50,000,001 to \$100 million	<input type="checkbox"/> \$100,000,001 to \$500 million	<input type="checkbox"/> \$500,000,001 to \$1 billion	<input type="checkbox"/> More than \$1 billion
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<b>Estimated Liabilities</b> <table> <tr> <td><input type="checkbox"/> \$0 to \$50,000</td> <td><input type="checkbox"/> \$50,001 to \$100,000</td> <td><input type="checkbox"/> \$100,001 to \$500,000</td> <td><input type="checkbox"/> \$500,001 to \$1 million</td> <td><input type="checkbox"/> \$1,000,001 to \$10 million</td> <td><input checked="" type="checkbox"/> \$10,000,001 to \$50 million</td> <td><input type="checkbox"/> \$50,000,001 to \$100 million</td> <td><input type="checkbox"/> \$100,000,001 to \$500 million</td> <td><input type="checkbox"/> \$500,000,001 to \$1 billion</td> <td><input type="checkbox"/> More than \$1 billion</td> </tr> </table>				<input type="checkbox"/> \$0 to \$50,000	<input type="checkbox"/> \$50,001 to \$100,000	<input type="checkbox"/> \$100,001 to \$500,000	<input type="checkbox"/> \$500,001 to \$1 million	<input type="checkbox"/> \$1,000,001 to \$10 million	<input checked="" type="checkbox"/> \$10,000,001 to \$50 million	<input type="checkbox"/> \$50,000,001 to \$100 million	<input type="checkbox"/> \$100,000,001 to \$500 million	<input type="checkbox"/> \$500,000,001 to \$1 billion	<input type="checkbox"/> More than \$1 billion
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<b>VOLUNTARY PETITION</b> (This page must be completed and filed in every case.)		Pg 2 of 11 Name of Debtor(s): <b>Fremak Industries, Inc.</b>	
<b>All Prior Bankruptcy Cases Filed Within Last 8 Years</b> (If more than two, attach additional sheet)			
Location Where Filed:	Case Number:	Date Filed:	
Location Where Filed:	Case Number:	Date Filed:	
<b>Pending Bankruptcy Case Filed by any Spouse, Partner, or Affiliate of this Debtor</b> (If more than one, attach additional sheet)			
Name of Debtor:	Case Number:	Date Filed:	
District:	Relationship:	Judge:	
<b>Exhibit A</b>		<b>Exhibit B</b>	
(To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.)		(To be completed if debtor is an individual whose debts are primarily consumer debts.)	
<input type="checkbox"/> Exhibit A is attached and made a part of this petition.		Signature of Attorney for Debtor(s) -- (Date)	
<b>Exhibit C</b>			
Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety?			
<input type="checkbox"/> Yes, and Exhibit C is attached and made part of this petition.			
<input checked="" type="checkbox"/> No.			
<b>Exhibit D</b>			
(To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.)			
<input type="checkbox"/> Exhibit D completed and signed by the debtor is attached and made a part of this petition.			
If this is a joint petition:			
<input type="checkbox"/> Exhibit D also completed and signed by the joint debtor is attached and made a part of this petition.			
<b>Information Regarding the Debtor - Venue</b> (Check any applicable box.)			
<input checked="" type="checkbox"/> Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District			
<input type="checkbox"/> There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District.			
<input type="checkbox"/> Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this district, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding [in a federal or state court] in this District, or the interests of the parties will be served in regard to the relief sought in this District.			
<b>Certification by a Debtor Who Resides as a Tenant of Residential Property</b> (Check all applicable boxes.)			
<input type="checkbox"/> Landlord has a judgement against the debtor for possession of debtor's residence. (If box checked, complete the following.)			
(Name of landlord that obtained judgement)			
(Address of landlord)			
<input type="checkbox"/> Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgement for possession, after the judgment for possession was entered, and			
<input type="checkbox"/> Debtor has included with this petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the petition.			
<input type="checkbox"/> Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C § 362(1)).			

**VOLUNTARY PETITION**

(This page must be completed and filed in every case.)

Name of Debtor(s):

**Fremak Industries, Inc.****Signatures****Signature(s) of Debtor(s) (Individual/Joint)**

I declare under penalty of perjury that the information provided in the petition is true and correct.

*Signature of Debtor**Signature of Joint Debtor**Telephone Number**Date***Signature of a Foreign Representative**

I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition.

(Check only one box.)

I request relief in accordance with chapter 15 of title 11, United States Code. Certified copies of the documents required by 11 U.S.C. § 1511 are attached.

Pursuant to 11 U.S.C. § 1511, I request relief in accordance with the chapter of title 11 specified in this petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.

*(Signature of Foreign Representative)**(Printed Name of Foreign Representative)**Date***Signature of Attorney\***/s/ David L. Barrack*Signature of Attorney for Debtor(s)*David L. Barrack*Printed Name of Attorney for Debtor(s)*Polsinelli PC*Firm Name*

**900 Third Avenue**  
**21st Floor**  
**New York, NY 10022**  
**Email Address: dbarrack@polsinelli.com**

*Address**Telephone Number*07/01/2015*Date*

\* In a case in which § 707(b)(4)(D) applies, this signature also constitutes a certification that the attorney has no knowledge after an inquiry that the information in the schedules is incorrect.

**Signature of Debtor (Corporation/Partnership)**

I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor.

The debtor requests the relief in accordance with the chapter of title 11, United States Code, specified in this petition.

/s/ Leon Goldenberg*Signature of Authorized Individual*Leon Goldenberg*Printed Name of Authorized Individual*President*Title of Authorized Individual*07/01/2015*Date***Signature of Non-Attorney Bankruptcy Petition Preparer**

I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), and 342(b), and, (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notices of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official Form 19 is attached.

*Printed Name and title, if any, of Bankruptcy Petition Preparer*

Social-Security number (If the bankruptcy petition preparer is not an individual, state the Social-Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.) (Required by 11 U.S.C. § 110.)

*Address**Signature of Preparer**Date*

Signature of bankruptcy petition preparer or officer, principal, responsible person, or partner whose Social-Security number is provided above.

Names and Social-Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual.

If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person, individual, state the Social-Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.) (Required by 11 U.S.C. § 110.)

*A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both. 11 U.S.C. § 100; 18 U.S.C. § 156.*

## UNITED STATES BANKRUPTCY COURT

## Southern District of New York

In re Fremak Industries, Inc.,  
DebtorCase No. \_\_\_\_\_  
Chapter 11 \_\_\_\_\_

## LIST OF CREDITORS HOLDING 7 LARGEST UNSECURED CLAIMS

Following is the list of the debtor's creditors holding the 7 largest unsecured claims. The list is prepared in accordance with Fed. R. Bankr. P. 1007(d) for filing in this chapter 11 [or chapter 9] case. The list does not include (1) persons who come within the definition of "insider" set forth in 11 U.S.C. § 101, or (2) secured creditors unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the 7 largest unsecured claims. If a minor child is one of the creditors holding the 7 largest unsecured claims, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose child's name. See, 11 U.S.C. § 112 and Fed. R. Bankr. P. 1007(m).

(1)	(2)	(3)	(4)	(5)
Name of creditor and complete mailing address including zip code	Name, telephone number and complete mailing address including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted	Nature of claim (trade debt, bank loan, government contract, etc.)	Indicate if claim is contingent, unliquidated, disputed or subject to setoff	Amount of claim [if secured also state value of security]
Nuvista Energy LTD. c/o Burnet, Duckworth & Palmer LLP 2400, 525-8 Avenue SW Calgary, T2P 1G1 CA ph: 403-260-0245	Nuvista Energy LTD. c/o Burnet, Duckworth & Palmer LLP 2400, 525-8 Avenue SW Calgary, T2P 1G1 CA ph: 403-260-0245	LITIGATION	Disputed Unliquidated	\$14,000,000.00
ISMT Limited c/o Lazare Potter & Giacovas, LLP 875 Third Avenue 28th Floor New York, NY 10022	ISMT Limited c/o Lazare Potter & Giacovas, LLP 875 Third Avenue 28th Floor New York, NY 10022	LITIGATION	Disputed	\$4,023,394.15
Joy Pipe USA, LP c/o Litchfield Cavo, LLP One Riverway Suite 1000 Houston, TX 77056	Joy Pipe USA, LP c/o Litchfield Cavo, LLP One Riverway Suite 1000 Houston, TX 77056  ph: 713-418-2017	LITIGATION	Disputed Unliquidated	\$2,077,963.74
Kurmax Steel Trading 259 Round Hill Road Roslyn Heights, NY 11577	Kurmax Steel Trading 259 Round Hill Road Roslyn Heights, NY 11577  ph: 917-885-0914	DEBT		\$291,797.00
M. Kramer 150 East 58th Street Suite 1201 New York, NY 10155	M. Kramer 150 East 58th Street Suite 1201 New York, NY 10155  ph: 213-319-0304	ACCOUNTS PAYABLE		\$151,927.27
Wooley & Associates, Inc. Gary R. Wooley 3100 S. Gessner Suite 325 Houston, TX 77063 gary@wooley.com	Wooley & Associates, Inc. Gary R. Wooley 3100 S. Gessner Suite 325 Houston, TX 77063 gary@wooley.com ph: 713-781-8974 Em: gary@wooley.com	ACCOUNTS PAYABLE	Disputed	\$30,009.25

## UNITED STATES BANKRUPTCY COURT

## Southern District of New York

In re Fremak Industries, Inc.,  
DebtorCase No. \_\_\_\_\_  
Chapter 11 \_\_\_\_\_

(1)	(2)	(3)	(4)	(5)
<i>Name of creditor and complete mailing address including zip code</i>	<i>Name, telephone number and complete mailing address including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	<i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	<i>Indicate if claim is contingent, unliquidated, disputed or subject to setoff</i>	<i>Amount of claim [if secured also state value of security]</i>
HJA Realty 150 East 58th Street Suite 2001 New York, NY 10155	HJA Realty 150 East 58th Street Suite 2001 New York, NY 10155  ph: 212-230-2600	ACCOUNTS PAYABLE		\$8,250.00

In re Fremak Industries, Inc.  
Debtor

Case No. \_\_\_\_\_  
(If known)

## DECLARATION REGARDING LIST OF CREDITORS

### DECLARATION UNDER PENALTY OF PERJURY REGARDING the TOP 7 UNSECURED CLAIMS ON BEHALF OF A CORPORATION OR PARTNERSHIP

I, Leon Goldenberg, the President of the Fremak Industries, Inc. named as debtor in this case, declare under penalty of perjury that I have read the foregoing list of creditors holding 7 largest unsecured claims, and that they are true and correct to the best of my knowledge, information, and belief.

Date: 07/01/2015

Signature: /s/Leon Goldenberg

Title: President

*Penalty for making a false statement or concealing property:* Fine of up to \$500,000 or imprisonment for up to 5 years or both.  
18 U.S.C. §§ 152 and 3571

**CREDITOR MATRIX**

HJA Realty  
150 East 58th Street  
Suite 2001  
New York NY 10155

ISMT Limited  
c/o Lazare Potter & Giacovas, LLP  
875 Third Avenue  
28th Floor  
New York NY 10022

Joy Pipe USA, LP  
c/o Litchfield Cavo, LLP  
One Riverway  
Suite 1000  
Houston TX 77056

Kurmax Steel Trading  
259 Round Hill Road  
Roslyn Heights NY 11577

Leon Goldenberg  
150 East 58th Street  
Suite 2001  
New York NY 10155

M. Kramer  
150 East 58th Street  
Suite 1201  
New York NY 10155

Nuvista Energy LTD.  
c/o Burnet, Duckworth & Palmer LLP  
2400, 525-8 Avenue SW  
Calgary T2P 1G1 - CANADA

Wooley & Associates, Inc.  
Gary R. Wooley  
3100 S. Gessner  
Suite 325  
Houston TX 77063

In re

Fremak Industries, Inc.,  
Debtor.

Chapter: 11

Case No.

## DECLARATION UNDER PENALTY OF PERJURY

I, the undersigned authorized officer of Fremak Industries, Inc., named in this case as (the "Debtor"), declare under penalty that I have read the foregoing and it is true and correct to the best of my knowledge, information, and belief.

07/01/2015

Date

/s/ Leon Goldenberg

Signature

Leon Goldenberg

Name

President

Title

*Penalty for making a false statement or concealing property:* Fine of up to \$500,000 or imprisonment for up to 5 years or both.  
18 U.S.C. §§ 152 and 3571

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

In re

FREMAK INDUSTRIES, INC.,

Debtor.

Chapter 11 Case No.

15-\_\_\_\_\_ ( )

**CORPORATE OWNERSHIP STATEMENT PURSUANT TO FED. R. BANKR. P.  
1007(A)(1) AND LOCAL RULE OF BANKRUPTCY PROCEDURE 1007-3**

Pursuant to Rule 1007(a)(1) of the Federal Rules of Bankruptcy Procedure and Rule 1007-3 of the Local Rules for the United States Bankruptcy Court for the Southern District of New York, Fremak Industries, Inc. (the "Debtor"), as a debtor and debtor in possession, respectfully represents as follows:

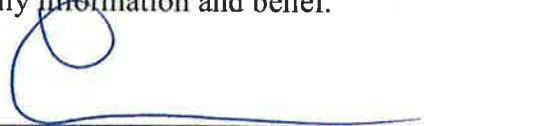
1. 100% of the Debtor's equity is owned by Leon Goldenberg.

**DECLARATION UNDER PENALTY OF PERJURY:**

I, the undersigned authorized officer of the corporation named as Debtor in this case, declare under penalty of perjury that I have reviewed the foregoing Corporate Ownership Statement and that it is true and correct to the best of my information and belief.

Dated: New York, New York  
June 30, 2015

/s/

  
Name: Leon Goldenberg  
Title: President

## OFFICER'S CERTIFICATE

I, Leon Goldenberg, the undersigned President of Fremak Industries, Inc., a New York corporation (the "Company"), hereby certify that on June 30, 2015, the following resolutions were duly adopted by the Board of Directors (the "Board"), and recorded in the minute books of the Company, and that they have not been amended, modified or rescinded and, accordingly, are in full force and effect as of the date hereof.

**WHEREAS**, as a result of the financial condition of the Company, the Board has engaged counsel and financial advisors to provide advice to the Company regarding its obligations to its creditors, equity holders, employees and other interested parties;

**WHEREAS**, the Board has reviewed and considered, among other things, the advice of its counsel and financial advisors and has considered the options available to the Company, and has determined that, in its judgment, it is advisable and in the best interests of the Company, its creditors, equity holders, employees and other interested parties that the Company voluntarily file a petition (the "Petition") for relief under Chapter 11 of Title 11 of the United States Code (the "Bankruptcy Code");

**NOW THEREFORE**, it is hereby:

**RESOLVED**, that the filing by the Company of the Petition, in the United States Bankruptcy Court for the Southern District of New York (the "Bankruptcy Court"), substantially in the form previously presented to the Board is hereby approved, confirmed and adopted in all respects; and it is further

**RESOLVED**, that Leon Goldenberg (the "Authorized Officer") be and hereby is authorized, empowered and directed to execute and file the Petition on behalf of the Company in order to seek relief under Chapter 11 of the Bankruptcy Code in the Bankruptcy Court; and it is further

**RESOLVED**, that the Authorized Officer be and hereby is authorized, empowered and directed, in the name and on behalf of the Company, to execute and file all petitions, schedules, motions, lists, applications, pleadings, declarations, affidavits and other papers as required to accompany the Petition or seek entry of first day orders, and, in connection therewith, to employ and retain assistance of legal counsel, accountants, financial advisors and other professionals, and to take and perform any and all further acts and deeds that he deems necessary, proper or desirable in connection with, or in furtherance of, the Petition or the Company's Chapter 11 case, with a view to the successful prosecution of such case; and it is further

**RESOLVED**, that the Company is authorized to employ the law firm of Polsinelli, P.C., located at 900 Third Avenue, New York, New York 10022, as bankruptcy counsel to render legal services to, and to represent, the Company in its Chapter 11 case and in any and all related proceedings, subject to Bankruptcy Court approval; and it is further

**RESOLVED**, that the Company is authorized to employ Davis, Graber, Plotzker & Ward, LLP, located at 150 East 58<sup>th</sup> Street, New York, New York 10155, as accountants for the Company in its Chapter 11 case, subject to Bankruptcy Court approval; and it is further

**RESOLVED**, that the Authorized Officer be and hereby is authorized, empowered and directed, in the name of the Company, to cause the Company to enter into, and to execute and deliver and take all actions necessary, proper or desirable to consummate any transaction that the Board deems necessary and appropriate, and to effectuate the foregoing, to enter into all other documents, agreements, or instruments as may be deemed necessary or appropriate by the Authorized Officer; and it is further

**RESOLVED**, that the Authorized Officer be and hereby is authorized, empowered and directed, in the name and on behalf of the Company, to cause the Company to enter into, execute, deliver, certify, file and/or record and perform such agreements, instruments, motions, affidavits, applications for approvals or ruling of governmental or regulatory authorities, certificates or other documents, and to take such other action, including, without limitation, the payment of fees, costs and expenses (subject to Bankruptcy Court approval where necessary or appropriate), as in the judgment of the Authorized Officer shall be or become necessary, proper, and desirable to effectuate a reorganization or orderly liquidation of the Company's businesses; and it is further

**RESOLVED**, that any and all past actions heretofore lawfully taken by any officers, directors, members or any authorized persons acting under similar authority, as the case may be, of the Company in the name and on behalf of the Company in furtherance of any or all of the preceding resolutions are hereby ratified, confirmed, adopted and approved in all respects; and it is further

**RESOLVED**, that the President of the Company is hereby authorized, empowered and directed to certify that the foregoing resolutions of the Board were duly consented to and adopted as of the date hereof, and that the President of the Company is hereby authorized and directed to insert, or cause to be inserted, this Officer's Certificate, or a copy thereof, in the minutes of proceedings of the Board.

IN WITNESS WHEREOF, the undersigned has executed this Officer's Certificate as of the 30th day of June 2015.

By: \_\_\_\_\_  
Name: Leon Goldenberg  
Title: President